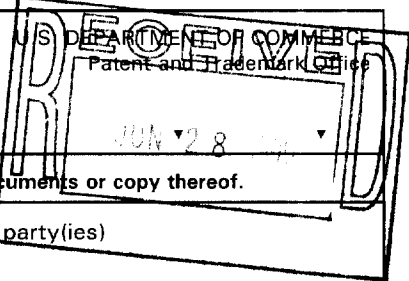


RECORDATION FORM COVER SHEET

FORM P-1595
(Rev. 6-1-95)



Tab settings → → → ▾

06-30-1999

To the Honorable Commission



attached original documents or copy thereof.

1. Name of conveying party(ies):

101082203

Address of receiving party(ies)

Anacomp, Inc.
12365 Crosthwaite Circle
Poway, California 92064

Name: EMAG, L.L.C.

Internal Address:

c/o Windward Capital Partners II, L.P., Americas Tower,

1177 Avenue of the Americas, New York, New York 10036

Additional name(s) of Conveying party(ies) attached? Yes ☐ No ☒

3. Nature of conveyance:

- ☒ Assignment ☐ Merger
☐ Security Agreement ☐ Change of Name
☐ Other

Street Address: (SAME AS ABOVE)

City: _____ State: _____ ZIP: _____

Additional name(s) & address(es) attached ☐ Yes ☒ No

Execution Date: June 10, 1999

4. Application number(s) or patent number(s):

If this document is being filed together with a new application, the execution date of the application is: _____

A. Patent Application No.(s)

B. Patent No.(s)
SEE ATTACHED

Additional numbers attached? ☒ Yes ☐ No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: Erica D. Mitchell, Legal Assistant

Internal Address: Skadden, Arps, Slate, Meagher
& Flom LLP

Street Address: 919 Third Avenue,

City: New York State: NY ZIP: 10022

6. Total number of applications and patents involved: 19

7. Total fee (37 CFR 3.41).....\$ 760

X Fee of \$760 is attached hereto.

☐ Authorized to be charged to deposit account

8. Deposit account number:

19-2385

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Erica D. Mitchell

Name of Person Signing

Erica D. Mitchell

Signature

June 23, 1999

Date

Total number of pages including cover sheet, attachments, and document: 9

Mail documents to be recorded with required cover sheet information to:
Commissioner of Patents & Trademarks, Box Assignments, Washington, D.C. 20231

06/30/1999 MTHAI1 00000032 4054530

01 FC:581

760.00 OP

PATENT
REEL: 010052 FRAME: 0273

Page 2 of 2 - RECORDATION FORM COVER SHEET

Name of Conveying Party:

Anacomp, Inc.

Name and address of receiving Party:

EMAG, L.L.C.
c/o Windward Capital Partners II, L.P.
Americas Tower
1177 Avenue of the Americas
New York, New York 10036

Nature of Conveyance:

Assignment

Execution Date: June 10, 1999

Additional Patent Numbers:

4,054,530
4,075,672
4,087,842
4,091,924
4,146,504
4,189,514
4,213,223
4,237,506
4,242,954
4,255,807
4,267,206
4,281,043
4,290,821
4,312,898
4,400,846
4,494,878
4,631,479
4,975,791
4,979,051

**ASSIGNMENT OF U.S. PATENTS
AND PATENT APPLICATIONS**

WHEREAS, Anacomp, Inc., a corporation organized and existing under the laws of the State of Indiana, having a place of business at 12365 Crosthwaite Circle, Poway, California 92064, is the owner of the entire right, title and interest in and to United States Letters Patents, and applications for United States Letters Patents, as shown in the Schedule 5.13 attached hereto and made a part hereof, and the respective inventions disclosed therein by virtue of assignments from the inventors; and

WHEREAS, EMAG, L.L.C., a Delaware limited liability company, having a place of business at c/o: Windward Capital Partners II, L.P., Americas Tower, 1177 Avenue of the Americas, New York, New York 10036, is desirous of acquiring the entire right, title, and interest in and to said United States Letters Patents and applications for United States Letters Patents and the respective inventions disclosed therein.

NOW, THEREFORE, for and in consideration of the sum of One Dollar (\$1.00) and other good and valuable consideration, the receipt of which is hereby acknowledged, said Anacomp, Inc. has sold, assigned and transferred, and does hereby sell, assign and transfer to said EMAG, L.L.C. all of said United States Letters Patents of Schedule 5.13, any and all reissues thereof, and all of said applications for the United States Letters Patents of Schedule 5.13 and any and all United States Patents granted on said applications and all divisions, reissues, continuations and extensions thereof and all of the inventions of the foregoing, and hereby authorizes and requests the Commissioner of Patents and Trademarks to issue any and all United States Patents on said inventions resulting from said applications to said EMAG, L.L.C. as assignee of the entire right, title and interest therein, and in and to all income, royalties, damages and payments now or hereafter due or payable with respect thereto, and in and to all causes of action (either in law or in equity) and the right to sue, counterclaim, and recover for past, present and future infringement of the rights assigned or to be assigned under this Agreement.

IN TESTIMONY WHEREOF, Anacomp, Inc. has caused this Assignment to be executed by its duly authorized officers this 10th day of June, 1999.

CORP. SEAL

ANACOMP, INC.

By: [Signature]
Title: Assistant Secretary

By: [Signature]
Title: SENIOR VICE PRESIDENT

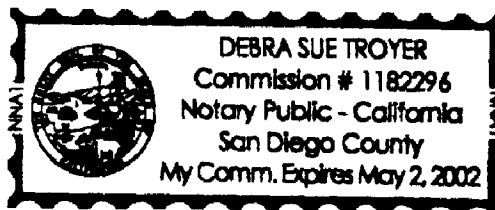
State of California)
County of San Diego) ss.:

On this 10th day of June, 1999, before me, a Notary Public, personally appeared George C. Gaskin to me known and known to me to be the Sr. Vice Pres. of Anacomp, Inc, who signed the foregoing instrument, and he/she acknowledged the same to be his/her free act and deed.

[Seal]

Notary Public

By: Debra Sue Troyer



Schedule 5.13

Patents and Trademarks

- (a)(i) 1. See the attached Magnetics Trademark Status Chart as of March 22, 1999*
2. United States Patents Owned by the Sellers**

Patent #	Description	Date of Patent
4,054,530	Iron-Nickel-Cobalt Magnetic Powder and Tape Prepared Therefrom	10/18/77
4,075,672	Magnetic Recording Members	2/21/78
4,087,842	Recording Track Eccentricity Compensation Method and Means	5/2/78
4,091,924	Thermally Resistant Magnetic Tape Enclosed in Protective Container	5/30/78
4,146,504	Porous Powders and a Method for Their Preparation	5/27/79
4,189,514	Process of Making High-Temperature Magnetic Tape	2/19/80
4,213,223	Tape Cartridge Strap Cleaner	7/22/80
4,237,506	Polymodal Magnetic Recording Member	12/2/80
4,242,954	Calendar Roll System	1/6/81
4,255,807	Error Testing of Recording Media Such as Magnetic Tape	3/10/81
4,267,206	Process of Making High-Temperature Magnetic Tape	5/12/81
4,281,043	Polymodal Magnetic Recording Media	7/28/81
4,290,821	Tape Cartridge Strap Cleaning Method	9/22/81
4,312,898	Process for Making Magnetic Tape	1/26/82
4,400,846	Tape Cleaning Apparatus	8/30/83
4,494,878	Fastener-Free Baffle Assembly System	1/22/85
4,631,479	Error Locator for High Speed Inspection of Magnetic Tape	12/23/86
4,975,791	Recording System Having Head Transducers with Controlled Skew	12/4/90

4,979,051	Bimodal Multi-Track Magnetic Head	12/18/90
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3. Invention Disclosures Owned by the Sellers**

Description:

- (A) Process for Making Coatings with Improved Winding Characteristics
- (B) Removal of a Magnetic Coating Film by Laser
- (C) Slitting of a Magnetic Film by Laser
- (D) Means to Stabilize Operation Characteristics of Belt-Driven Cartridge over Wide Temperature Range
- (E) Means to Reduce Fluctuations in Tape Speed and Tension in Belt-Driven Cartridge
- (F) Means to Prevent Inadvertent Destruction of Information Recorded on Data Cartridge
- (G) Means to Reduce Tension Changes in Belt-Driven Cartridge
- (H) Roll Cleaning Utilizing Laser Abatement

4. Foreign Patents Owned by the Sellers**

U.S. Counterpart	Country	Patent No.	Filed/Issued
3,909,240	Canada	1,046,307	9/27/74
3,941,911	Canada	1,045,330	11/18/74
	Japan	1,340,412	10/21/74
	Canada	1,039,086	10/31/74
3,965,046	Japan	1,359,690	9/26/75
4,087,842	Japan	1,303,505	5/2/78

5. Foreign Patent Applications Owned by the Sellers**

U.S. Counterpart	Country	Serial No.	Filed
4,975,791	Japan	503672/89	3/14/89
	European Application Designating - France, Germany, U.K. and Italy	89904306.1	3/14/89
4,979,051	Japan	503377/89	3/14/89
	European Application Designating - France, Germany, U.K. and Italy	89903561.2	3/14/89

* Many of the trademarks listed on the attached Chart, while owned by Anacomp, are recorded in the name of predecessor companies (such as Dysan Corporation, Graham Magnetics, Inc., and Xidex Corporation) at the U.S. Patent and Trademark Office (the "PTO") and at foreign trademark offices.

** All U.S. and foreign patents, patent applications and inventions listed in Sections 2 through 5 of this Schedule 5.13 are owned of record by Graham Magnetics, Inc. ("GMI"), and its predecessor corporations and were acquired by Anacomp by virtue of its May 1994 acquisition of GMI. Many of those patents have expired by their terms or have been abandoned by Anacomp's decision not to pay the required maintenance fees, and the patent applications have been abandoned as well in the ordinary course of business. The Division does not materially rely upon the Intellectual Property Rights described in Sections 2 through 5 of this Schedule 5.13, but instead upon its proprietary know-how and trade secrets with respect to the formulation, coating and manufacturing processes.

(ii) The following license agreements described further in Schedule 5.17 below:

1. Computer Associates Software License Agreement
2. DEC License Agreement
3. Equipac Sales and Licensing Agreement
4. Hanny Trademark License Agreement
5. IBM Patent License Agreement
6. Certain Distribution Agreements described in Schedule 5.17 also include license provisions
7. End-User License Agreement
8. Client Access License Agreement

- (iii) None.
- (iv) None, although the Division uses the unregistered name of "Anacomp Magnetics" from time to time.
- (v) None, other than: (A) the Pansophic business software utilized on the Division's AS/400 Computer System to monitor the manufacturing processes in the Graham Facility and the Wales Facility; (B) the Lucent Definity upgrade noted in Schedule 5.12; (C) the Equipac software noted in Schedule 5.17; and (D) the licensed software set forth in item (ii) above.
- (b) No exceptions.
- (c) No exceptions.
- (d) No exceptions.

Schedule 5.13(e)

Year 2000*

The following computer software, computer firmware, other similar or related items of automated, computerized and/or software systems and computer hardware used by the Sellers and included in the Purchased Assets require further year 2000 remediation and testing:

1. Communication ports for the AS 400. These are being reconfigured by Anacomp's ITS Department in Poway, CA and no external costs are anticipated.
2. The Graham Facility air control and recovery monitoring system. See Schedule 5.20. The aggregate cost is anticipated to be approximately \$500.
3. Wales Facility data collection system. This is internally created software, which will have to be updated via an external upgrade at a cost of \$20,000.
4. Server Software licensed from Microsoft Corporation.

* Denotes a liability to be retained by the Sellers in accordance with Section 2.4(s) of the Agreement.